

## **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**FEBRUARY 1, 2012 - FEBRUARY 29, 2012**

Matter Code	Project Category	Hours	Amount
0013	Business Operations	1.4	\$ 1,015.00
0014	Case Administration	12.4	2,861.50
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	1.3	1,002.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	32.5	24,839.00
0018	Fee Application, Applicant	9.5	2,599.00
0019	Creditor Inquiries	7.4	6,334.00
0020	Fee Application, Others	4.7	1,244.50
0021	Employee Benefits, Pension	2.1	1,522.50
0022	Environmental Matters/Regulations/Litigation	10.5	7,612.50
0036	Plan and Disclosure Statement	15.7	12,800.00
0037	Hearings	1.0	725.00
0041	Relief from Stay Proceedings	0.1	72.50
		<b>Total</b>	<b>\$ 62,628.00</b>

## STROOCK

## INVOICE

DATE	March 8, 2012
INVOICE NO.	558954
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through February 29, 2012, including:

RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
02/06/2012	Attend replay of 2/1/12 4th quarter investor call.	Krieger, A.	0.9
02/08/2012	Attend to draft memoranda re: ART JT Venture and telephone conference Capstone re: same.	Krieger, A.	0.3
02/09/2012	Review revised ART JT Venture memorandum for the Committee and telephone conference Capstone re: same.	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.4	\$ 725	\$ 1,015.00
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 1,015.00</b>
<b>TOTAL FOR THIS MATTER</b>			<b>\$ 1,015.00</b>

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RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	O/c DM re: closure of docket re: confirmation decision.	Krieger, A.	0.1
02/01/2012	Review case file documents.	Mohamed, D.	1.3
02/02/2012	Memoranda with DM re: fee application.	Krieger, A.	0.1
02/02/2012	Obtain and circulate recently docketed pleadings in main case.	Mohamed, D.	0.4
02/03/2012	Obtain and circulate recently docketed pleading in main case.	Mohamed, D.	0.2
02/09/2012	Obtain and circulate recently docketed pleadings in main case.	Mohamed, D.	0.5
02/10/2012	Obtain and circulate recently docketed pleadings in main case (.7); obtain documents for attorney review (.4).	Mohamed, D.	1.1
02/13/2012	Obtain and circulate recently docketed pleading in main case (.2); obtain recent pleadings re: appeals case docket no. 11-199 for attorney review (.5).	Mohamed, D.	0.7
02/14/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.4).	Mohamed, D.	0.7
02/15/2012	Obtain recent pleading re: appeals case no. 11-199 for attorney review.	Mohamed, D.	0.2
02/16/2012	Obtain and circulate recently docketed pleadings in main case (.4); obtain recent pleading re: appeals case no. 11-199 for attorney review (.2).	Mohamed, D.	0.6
02/21/2012	O/c DM re: 2/27/12 hearing.	Krieger, A.	0.1
02/21/2012	Obtain and circulate recently docketed	Mohamed, D.	1.3

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	pleadings in main case (1.1); schedule A. Krieger to appear telephonically at 2/27/12 hearing (.1); monitor appeals case docket no. 11-199 (.1).		
02/22/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.3).	Mohamed, D.	0.6
02/23/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.2).	Mohamed, D.	0.5
02/24/2012	Obtain recent pleading re: appeals case no. 11- 199 for attorney review (.2); obtain case documents for attorney review (.5).	Mohamed, D.	0.7
02/27/2012	Obtain and circulate recently docketed pleadings in main case (.5); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.3); review case file documents (.4).	Mohamed, D.	1.2
02/28/2012	Obtain and circulate recently docketed pleadings in main case (.4); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.3).	Mohamed, D.	0.7
02/29/2012	Memoranda with DM, MM re: claims agent inquiry.	Krieger, A.	0.2
02/29/2012	Obtain and circulate recently docketed pleading in main case (.2); obtain recent pleadings re: appeals case docket nos. 11-199 and 12-1402 for attorney review (.6); research and obtain documents for attorney review (.4).	Mohamed, D.	1.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.5	\$ 725	\$ 362.50
Mohamed, David	11.9	210	2,499.00

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,861.50
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TOTAL FOR THIS MATTER	\$ 2,861.50
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RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015
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DATE	DESCRIPTION	NAME	HOURS
02/14/2012	Attend to Grace's supplemental objection to NY Hillside claim.	Krieger, A.	0.1
02/27/2012	Review memo for Committee re: Hillside claim and confirmation status.	Kruger, L.	0.2
02/29/2012	Attend to proposed settlement of the claims of NY State Department of Finance and memorandum to the Committee regarding same.	Krieger, A.	1.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.1	\$ 725	\$ 797.50
Kruger, Lewis	0.2	1,025	205.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,002.50
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TOTAL FOR THIS MATTER	\$ 1,002.50
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RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	Preparation for Committee call re: District Court's confirmation opinion and exchanges with LK, KP re: same (1.2) conference call Committee re: confirmation decision (.5); follow up t/c Committee member re: decision and emergence issues (.3).	Krieger, A.	2.0
02/01/2012	Review confirmation decision and preparation for conference call with Committee re: decision, next steps and role of Committee (1.4); t/c with Committee re: District court confirmation decision and future timeline (.6).	Kruger, L.	2.0
02/01/2012	Prep for, including continue review/analysis of confirmation decision and conference call with Committee re: status.	Pasquale, K.	2.0
02/03/2012	Review POR term sheet.	Pasquale, K.	0.2
02/06/2012	Telephone conference B. Frezza re: effective date issues.	Pasquale, K.	0.2
02/07/2012	Review AK memo re: Grace settlements status.	Pasquale, K.	0.3
02/13/2012	Memorandum for the Committee re: Libby and related settlements.	Krieger, A.	2.4
02/14/2012	Committee memoranda re: Libby claimants and other plan objectors' settlements (1.4); attend to confirmation-related pleadings filed in District Court and memorandum to the Committee regarding same (3.4).	Krieger, A.	4.8
02/15/2012	Revise Committee memorandum to reflect Bank Lender Group appeal and other matters (1.1); memoranda with Committee member re: same (.1).	Krieger, A.	1.2
02/15/2012	Review memo to Committee re: Bank Lender Group Appeal and other matters.	Kruger, L.	0.2
02/16/2012	Further revised memorandum for the	Krieger, A.	0.6

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DATE	DESCRIPTION	NAME	HOURS
Committee.			
02/21/2012	Attend to Committee memorandum re: proposed settlement with US, Samson and NuStar.	Krieger, A.	6.2
02/22/2012	Preparation of memorandum for the Committee re: proposed Pipeline settlement with US, other parties.	Krieger, A.	3.8
02/23/2012	Memorandum to Committee re: amended notice of appeal (.1); attend to memorandum re: Otis Pipeline settlement (2.5).	Krieger, A.	2.6
02/24/2012	Finalize Committee memorandum re: proposed settlement with the United States and other parties.	Krieger, A.	1.0
02/24/2012	Review memo to Committee re: settlement of claim by United States, debtor, parties.	Kruger, L.	0.3
02/27/2012	Attend to Anderson Memorial motion extending time to file an appeal and draft memorandum re: 2/27/12 hearing and additional pleading filed by AMH.	Krieger, A.	0.6
02/28/2012	Review recent pleadings, District Court order and prepare memorandum for the Committee re: same.	Krieger, A.	1.4
02/29/2012	Memorandum to the Committee re: stay motion, appeal and other filings before the District Court, Third Circuit order.	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	27.3	\$ 725	\$ 19,792.50
Kruger, Lewis	2.5	1,025	2,562.50
Pasquale, Kenneth	2.7	920	2,484.00
<hr/> TOTAL FOR PROFESSIONAL SERVICES RENDERED			
			\$ 24,839.00
<hr/> TOTAL FOR THIS MATTER			
			\$ 24,839.00

## STROOCK

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RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	O/c DM re 43rd quarterly fee application.	Krieger, A.	0.1
02/01/2012	Review and revise draft of SSL's forty-third quarterly fee application for attorney review.	Mohamed, D.	1.1
02/03/2012	Review and revise January Grace bill.	Magzamen, M.	0.3
02/03/2012	Revise SSL's 129th monthly fee application and forward to local counsel for re-filing (.5); prepare and effectuate service re: same (.6).	Mohamed, D.	1.1
02/07/2012	Review revised fee and expense detail re: SSL's January 2012 bill.	Mohamed, D.	0.3
02/08/2012	Prepare draft of SSL's 130th monthly fee application for attorney review.	Mohamed, D.	0.7
02/14/2012	O/c DM re: quarterly fee application (.1); review and finalize 43rd quarterly fee application (.6).	Krieger, A.	0.7
02/15/2012	Revise SSL's 43rd quarterly fee application.	Mohamed, D.	0.5
02/16/2012	Finalize SSL's 43rd quarterly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7).	Mohamed, D.	2.1
02/17/2012	Attend to 130th monthly fee statement (Jan 2012).	Krieger, A.	0.3
02/17/2012	Review and revise SSL's 130th monthly fee application.	Mohamed, D.	0.6
02/28/2012	Finalize SSL's 130th monthly fee application for filing (.6); prepare notice and CoS re: same and forward to local counsel for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.7

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.1	\$ 725	\$ 797.50
Magzamen, Michael	0.3	335	100.50
Mohamed, David	8.1	210	1,701.00

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,599.00
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TOTAL FOR THIS MATTER	\$ 2,599.00
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RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	Attend to memorandum from creditor and memoranda with KP, LK re: same.	Krieger, A.	0.2
02/01/2012	E-mails with creditors re: settlement prospects.	Kruger, L.	0.3
02/01/2012	Telephone conference with creditors re: confirmation decision.	Pasquale, K.	0.6
02/02/2012	Telephone conference creditor re: confirmation decision.	Pasquale, K.	0.2
02/06/2012	Conference call bank lenders' counsel re: post-petition interest and follow-up'; office conference K. Pasquale re: same.	Krieger, A.	0.5
02/06/2012	Telephone conference A. Rosenberg re: status and PPI issues; conference call with AR, Capstone, AK re: same.	Pasquale, K.	0.8
02/08/2012	Telephone conference Creditor re: case status.	Krieger, A.	0.3
02/08/2012	T/c creditor re: status and timetable.	Kruger, L.	0.2
02/09/2012	Telephone conference trade creditor re: effective date.	Pasquale, K.	0.3
02/10/2012	Email with creditor re: case status.	Krieger, A.	0.6
02/10/2012	Telephone conference creditor re: plan status.	Pasquale, K.	0.3
02/14/2012	Telephone conference A. Rosenberg re: confirmation status.	Pasquale, K.	0.2
02/16/2012	Telephone conference lender and telephone conference creditor re: confirmation status.	Pasquale, K.	0.5
02/22/2012	T/c creditor re: status of appeals, claims allowance.	Krieger, A.	0.1
02/22/2012	Telephone conference creditor re: confirmation	Pasquale, K.	0.4

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	status.		
02/23/2012	Respond to creditor inquiry re: bank lender group's appeal.	Krieger, A.	0.3
02/24/2012	Telephone conference A. Rosenberg re: status (.3); telephone conference creditor re: confirmation status (.3); review draft memo re: settlement (.3).	Pasquale, K.	0.9
02/29/2012	Memorandum to creditor re: Third Circuit appeal (.1); t/c and memoranda to creditor re: claims inquiry (.4); memorandum to Debtors' counsel re creditor inquiry on claims (.2).	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.7	\$ 725	\$ 1,957.50
Kruger, Lewis	0.5	1,025	512.50
Pasquale, Kenneth	4.2	920	3,864.00
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<hr/> TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 6,334.00		

<hr/> TOTAL FOR THIS MATTER	\$ 6,334.00
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RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
02/07/2012	Research re: query of Capstone's 31st quarterly fee application.	Mohamed, D.	0.2
02/09/2012	Finalize Capstone's 95th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local counsel for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.8
02/22/2012	Attend to fee applications, fee auditor's report on 43rd quarterly applications, certifications.	Krieger, A.	0.3
02/23/2012	Review and finalize Capstone's 32nd quarterly fee application for filing (.9); prepare notice and CoS re: same and forward to local counsel for filing (.7); prepare and effectuate service re: fee application (.6).	Mohamed, D.	2.2
02/29/2012	Attend to fee application of other professionals and related certifications, fee auditor pleadings.	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.5	\$ 725	\$ 362.50
Mohamed, David	4.2	210	882.00
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	<hr/> \$ 1,244.50		

TOTAL FOR THIS MATTER	\$ 1,244.50
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## STROOCK

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RE	Employee Benefits, Pension 699843 0021
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DATE	DESCRIPTION	NAME	HOURS
02/02/2012	Review Capstone's draft memorandum for the Committee re pension motion contribution (1.4); t/c J. Dolan re Committee memorandum (.7).	Krieger, A.	2.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.1	\$ 725	\$ 1,522.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,522.50
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TOTAL FOR THIS MATTER	\$ 1,522.50
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## STROOCK

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RE	Environmental Matters/Regulations/Litigation 699843 0022
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DATE	DESCRIPTION	NAME	HOURS
02/15/2012	Attend to Debtors' motion seeking approval for Krieger, A. the Otis Pipeline environmental claims settlement with the USA and other parties.	Krieger, A.	3.5
02/16/2012	Memorandum to Debtors' counsel re: Private Parties Agreement (.1); continue to review settlement pleadings and prepare information request for Debtors (2.6); memoranda with Debtors' counsel re: conference call to discuss settlement (.2).	Krieger, A.	2.9
02/17/2012	Conference call with Debtors' counsel re: Otis Pipeline Settlement and attend to notes thereon (1.3); preparation of Committee memorandum discussing proposed settlement (2.8).	Krieger, A.	4.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	10.5	\$ 725	\$ 7,612.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 7,612.50
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TOTAL FOR THIS MATTER	\$ 7,612.50
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# STROOCK

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RE Expenses  
699843 0024

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TOTAL FOR PROFESSIONAL SERVICES RENDERED \$ 0.00

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MATTER DISBURSEMENT SUMMARY

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Outside Messenger Service	\$ 193.64
Long Distance Telephone	25.07
Duplicating Costs-in House	2.00

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TOTAL DISBURSEMENTS/CHARGES \$ 220.71

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TOTAL FOR THIS MATTER \$ 220.71

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# STROOCK

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RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	Continue review of memorandum opinion (3.1); attend to consummation material and issues (.8).	Krieger, A.	3.9
02/01/2012	E-mails A. Krieger and K. Pasquale re: possible effective date.	Kruger, L.	0.2
02/06/2012	Attend to articles re: Libby Settlement (.1); telephone conference R. Higgins re: Libby settlement (.1).	Krieger, A.	0.2
02/06/2012	T/c K. Pasquale re: t/c with Rosenberg re: appeal (.2); t/c K. Pasquale re: effective date (.1).	Kruger, L.	0.3
02/07/2012	Exchanged memoranda with Debtors' counsel re: Libby settlement and rescheduled call to discuss (.2); review settlement agreement (.6); conference call with Debtors' counsel Libby Claimants' settlement with Grace and other related matters (.7); memoranda to L. Kruger, K. Pasquale re: settlement status, other matters (.9).	Krieger, A.	2.4
02/07/2012	Review A. Krieger memo re: Grace settlements (.2); review Capstone PPI analysis (.3).	Kruger, L.	0.5
02/07/2012	Review Capstone analysis re: PPI.	Pasquale, K.	0.5
02/13/2012	Attend to pleadings filed in District Court.	Krieger, A.	0.7
02/14/2012	Review memo to Committee re: Libby and other settlements of objectors (.3); review pleadings filed by parties to amend confirmation order (.3).	Kruger, L.	0.6
02/14/2012	Review various motions/pleadings filed by parties to amend/reconsider confirmation order and review draft memo to Committee re: same.	Pasquale, K.	2.3

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
02/15/2012	Attend to appeal filed by Bank Lender Group.	Krieger, A.	0.1
02/16/2012	Attend to BNSF's proposed order granting extension of time to appeal.	Krieger, A.	0.1
02/21/2012	O/c DM and attend to District Court docket entry.	Krieger, A.	0.1
02/22/2012	Attend to Plan Proponents' reply brief to Garlock motion for reargument.	Krieger, A.	0.1
02/22/2012	Review recent pleadings/responses re: confirmation reconsideration.	Pasquale, K.	1.2
02/23/2012	Attend to Appellees' brief in opposition to Garlock's motion for reargument.	Krieger, A.	0.4
02/28/2012	Review Garlock stay motion.	Kruger, L.	0.2
02/28/2012	Review Garlock's stay motion.	Pasquale, K.	0.5
02/29/2012	Attend to Garlock's stay motion, other appellate filings, and Third Circuit docket.	Krieger, A.	1.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	9.4	\$ 725	\$ 6,815.00
Kruger, Lewis	1.8	1,025	1,845.00
Pasquale, Kenneth	4.5	920	4,140.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 12,800.00
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TOTAL FOR THIS MATTER	\$ 12,800.00
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## STROOCK

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RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
02/27/2012	Review pleadings for and attend hearing re: objection to NY Hillside claim, confirmation status (.6); memorandum to LK, KP re: same (.4).	Krieger, A.	1.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.0	\$ 725	\$ 725.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 725.00
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TOTAL FOR THIS MATTER	\$ 725.00
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## STROOCK

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RE	Relief from Stay Proceedings 699843 0041
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DATE	DESCRIPTION	NAME	HOURS
02/14/2012	Attend to Grace's statement renewing request to amend PWC's retention guidelines.	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.1	\$ 725	\$ 72.50

<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>	<b>\$ 72.50</b>
<b>TOTAL FOR THIS MATTER</b>	<b>\$ 72.50</b>

<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>	<b>\$ 62,628.00</b>
<b>TOTAL DISBURSEMENTS/CHARGES</b>	<b>\$ 220.71</b>
<b>TOTAL BILL</b>	<b>\$ 62,848.71</b>

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.